

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS**

In re:)	Chapter 11
)	
LINC USA GP, <i>et al.</i> ¹)	Case No. 16-32689 (DRJ)
)	
Debtors.)	(Jointly Administered)

CERTIFICATE OF SERVICE

I hereby certify that a publication notice in substantially the same form as the sale notice approved by the Court's *Order Approving Bidding Procedures and Protections; Approving Procedures for the Assumption and Assignment of Contracts and Leases; Scheduling Bidding Deadline, Auction Date, and Sale Hearing Date; and Approving Form and Notice Thereof* [Dkt. No. 205] (the "Publication Notice"), was published in the *New York Times* on July 15, 2016, as evidenced by the Proof of Publication signed by Cathy Zike, Principal Clerk of the Publisher of New York Times, attached hereto as **Exhibit A**.

BRACEWELL LLP

By: /s/ Jason G. Cohen

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**COUNSEL FOR THE DEBTORS AND
DEBTORS IN POSSESSION**

¹ The Debtors in these chapter cases, along with the last four digits of each Debtor's federal tax identification number, are: Linc Energy Finance (USA), Inc. (6684); Linc USA GP (5234); Linc Energy Resources, Inc. (9613); Linc Gulf Coast Petroleum, Inc. (6790); Linc Energy Petroleum (Louisiana), LLC (1074); Linc Alaska Resources, LLC (2362); Paen Insula Holdings, LLC (1681); Linc Energy Petroleum (Wyoming), Inc. (9859); Diasu Holdings, LLC (9626); Diasu Oil & Gas Company, Inc. (8926); and Linc Energy Operations, Inc. (5806).

Exhibit A
Proof of Publication



The New York Times

620 8TH AVENUE · NEW YORK, NY 10018

PROOF OF PUBLICATION

July 15 2016

The New York Times a daily

I, Cathy Zike, in my capacity as a Principal Clerk of the Publisher of newspaper of general circulation printed and published in the City, County and State of New York, hereby certify that the advertisement annexed hereto was published in the editions of

The New York Times on the following date or dates, to wit on

JUL 15 2016

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National

Cathy Zike

Sworn before me the

15 day of July 2016
Deirdre C. Deignan

Notary Public

DEIRDRE C DEIGNAN
 Notary Public, State of New York
 No. 01DE6271693
 Qualified in Nassau County
 Commission Expires Nov, 5, 2016

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE SOUTHERN DISTRICT OF TEXAS

In re: Chapter 11
 LINC USA GP, et al. Case No. 16-32689 (DRI)
 Debtors. (Jointly Administered)

NOTICE OF PROPOSED SALE OF ASSETS, AUCTION AND SALE HEARING

PLEASE TAKE FURTHER NOTICE that on June 20, 2016, the above-captioned debtors and debtors in possession (the "Debtors") filed with the Bankruptcy Court their Motion for: (a) Entry of an Order: (i) Approving Bidding Procedures; (ii) Scheduling Bidding Deadline, Auction Date and Sale Hearing Date; (iii) Approving Form and Notice Thereof; (b) Entry of an Order After the Sale Hearing: (i) Authorizing the Debtors to Sell Their Assets; and (ii) Authorizing the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases; and (c) Granting Related Relief (the "Sale Motion").

PLEASE TAKE FURTHER NOTICE that, on July 13, 2016, the Bankruptcy Court entered the order approving the Motion (the "Bid Procedures Order"), which among other things, establishes bidding procedures (the "Bidding Procedures") that govern the manner in which certain assets of the Debtors are to be sold.

PLEASE TAKE FURTHER NOTICE that a copy of the Bid Procedures Order is being served on you concurrently with this Sale Notice.

PLEASE TAKE FURTHER NOTICE that Bids are due on August 17, 2016 at 4:00 p.m. (prevailing Central Time).

PLEASE TAKE FURTHER NOTICE that, in accordance with the terms of the Bid Procedures Order, if the Debtors received one or more Qualified Bids within the requirements and timeframe established in the Bid Procedures Order (other than from the Stalking Horse Bidder), the Debtors may conduct an auction (the "Auction") starting at 10:00 a.m. (prevailing Central Time) on August 23, 2016 (the "Auction Date"), at the law offices of Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston, Texas 77002. Only parties that have submitted a Qualifying Bid by no later than 4:00 p.m. (prevailing Central Time) August 17, 2016 (the "Bid Deadline") will be permitted to participate in and/or make any statements on the record at the Auction.

PLEASE TAKE FURTHER NOTICE that at 2:00 p.m. (prevailing Central Time) on August 31, 2016, or as soon thereafter as counsel may be heard (the "Sale Hearing"), the Debtors shall appear before the Bankruptcy Court and seek entry of an order:

- authorizing the sale of the Assets by the Debtors to the Successful Bidder at the Auction;
- authorizing the assumption and assignment of certain executory contracts and unexpired leases; and
- granting certain related relief.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the sale of the Assets or the other relief requested in the Sale Motion must: (a) be set forth in writing describing the basis therefor; (b) comply with the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules; and be filed with the Bankruptcy Court electronically so as to be received no later than 4:00 p.m. (prevailing Central Time) on August 26, 2016 (the "Sale Objection Deadline").

PLEASE TAKE FURTHER NOTICE that the failure of any person or entity to file an objection before the Sale Objection Deadline shall be deemed a consent to the sale of the Assets to the Successful Bidder and the other relief requested in the Sale Motion, and be a bar to the assertion, at the

Sale Hearing or thereafter, of any objection to the Sale Motion, the Auction, the sale of the Assets free and clear of any liens, claims and encumbrances, the Debtors' consummation and performance of the applicable purchase and sale agreement with the Successful Bidder, and the assumption and assignment of the Assigned Contracts, if authorized by the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that if any person asserts that any property, other than an executory contract or an unexpired lease, cannot be transferred, vested, sold, and/or assumed and assigned free and clear of all liens, claims, and other interests, on account of one or more alleged approval rights, consent rights, preferential purchase rights, rights of purchase, rights of first refusal, rights of first offer, or similar rights, then such person shall file and serve a notice (a "Rights Notice") so that the Rights Notice is actually received by the Notice Parties on or before the Sale Objection Deadline. Each Rights Notice must identify the property or properties that are subject to such alleged right, identify the type of right(s) claimed by such party, identify the agreement, document, or statute giving rise to such right, and identify the portion of the agreement, document, or statute giving rise to such right.

PLEASE TAKE FURTHER NOTICE that any person failing to timely file and serve a Rights Notice shall be: (i) forever barred from objecting to the transfer, sale, vesting, assumption, and/or assignment of the properties, free and clear of all liens, claims and other interests, and from asserting any alleged approval rights, consent rights, preferential purchase rights, rights of purchase, rights of first refusal, rights of first offer, or similar rights with respect to the Debtors' transfer, sale, and/or assumption of the properties; and (ii) deemed to consent to and approve of the transfer, sale, vesting, assumption and/or assignment of the properties free and clear of all liens, claims and other interests.

PLEASE TAKE FURTHER NOTICE that additional information regarding the Sale (including copies of the Sale Motion, the Stalking Horse APA, the Bidding Procedures and the Bid Procedures Order, is available at kcllc.net/lincor by contacting: Parkman Whaling LLC, Attn: Bruce E. Campbell, 600 Travis Street, Suite 600, Houston, TX 77002, Telephone: (713) 333-8400, Email: bcampbell@parkmanwhaling.com.

PLEASE TAKE FURTHER NOTICE that this Sale Notice is subject to the full terms and conditions of the Sale Motion and the Bid Procedures Order, which shall control in the event of any conflict, and the Debtors encourage the parties in interest to review such documents in their entirety.

Respectfully Submitted, **BRACEWELL LLP**, By: /s/ Jason G. Cohen
 Jason G. Cohen, Texas Bar No. 24050435, Jason.Cohen@bracewelllaw.com, William A. (Trey) Wood III, Texas Bar No. 21916050, Trey.Wood@bracewelllaw.com, Chelsea R. Dal Corso, Texas Bar No. 24092316, Chelsea.DalCorso@bracewelllaw.com, 711 Louisiana, Suite 2300, Houston, Texas 77002, Telephone: (713) 223-2300, Facsimile: (713) 221-1212, **COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION**

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Unless otherwise defined herein, capitalized terms shall have the meanings ascribed to them in the Sale Motion.